

Exhibit 5



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
NEW YORK REGIONAL OFFICE
200 VESLEY STREET, SUITE 400
NEW YORK, NY 10281-1022

DIVISION OF ENFORCEMENT

Bennett Ellenbogen
Senior Counsel
(212) 336-0062
ellenbogenB@sec.gov

May 15, 2019

BY UPS & ELECTRONIC MAIL

Mr. James O'Brien
c/o John Hanamirian, Esq.
Hanamirian Law Firm
40 Main Street
Moorestown, NJ 08057

Re: American River Bankshares(NY-09615)

Dear Mr. O'Brien:

The staff of the Securities and Exchange Commission is conducting an investigation in the matter identified above. The enclosed subpoena has been issued to Mr. James O'Brien as part of this investigation. The subpoena requires you to provide sworn testimony. The staff further requests that you voluntarily complete the attached background questionnaire in advance of your testimony.

Please read the subpoena and this letter carefully. This letter answers some questions you may have about the subpoena. You should also read the enclosed SEC Form 1662. You must comply with the subpoena. You may be subject to a fine and/or imprisonment if you do not.

Testifying

Where and when do I testify?

The subpoena requires you to come to the Commission's offices at 200 Vesey Street, Suite 400, New York, NY 10281, on **June 19, 2019 at 10:00 a.m.**, to testify under oath in the matter identified on the subpoena. Your testimony will be recorded by stenographic means.

Other Important Information

May I have a lawyer help me respond to the subpoena?

Yes. You have the right to consult with and be represented by your own lawyer in this matter. Your lawyer may also advise and accompany you when you testify. We cannot give you legal advice.

Subpoena issued to
Mr. James O'Brien
May 15, 2019
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What will the Commission do with the materials I send and/or the testimony I provide?

The enclosed SEC Form 1662 includes a List of Routine Uses of information provided to the Commission. This form has other important information for you. Please read it carefully.

Has the Commission determined that anyone has done anything wrong?

This investigation is a non-public, fact-finding inquiry. We are trying to determine whether there have been any violations of the federal securities laws. The investigation and the subpoena do not mean that we have concluded that you or anyone else has broken the law. Also, the investigation does not mean that we have a negative opinion of any person, entity or security.

Important Policy Concerning Settlements

Please note that, in any matter in which enforcement action is ultimately deemed to be warranted, the Division of Enforcement will not recommend any settlement to the Commission unless the party wishing to settle certifies, under penalty of perjury, that all documents responsive to Commission subpoenas and formal and informal document requests in this matter have been produced.

I have read this letter, the subpoena, and the SEC Form 1662, but I still have questions. What should I do?

If you have any other questions, you may call me at (212) 336-0062. If you are represented by a lawyer, you should have your lawyer contact me.

Sincerely,

/S
Bennett Ellenbogen
Counsel

Enclosures: Subpoena
SEC Form 1662
Background Questionnaire



UNITED STATES OF AMERICA

SECURITIES AND EXCHANGE COMMISSION

In the Matter of American River Bankshares (NY-09615)

To: Mr. James O'Brien
c/o John Hanamirian, Esq.
Hanamirian Law Firm
40 Main Street
Moorestown, NJ 08057

☒ **YOU MUST TESTIFY** before officers of the Securities and Exchange Commission, at the place, date, and time specified below.

200 Vesey Street, Suite 400, New York, NY 10281, June 19, at 10:00 a.m.

FEDERAL LAW REQUIRES YOU TO COMPLY WITH THIS SUBPOENA.

Failure to comply may subject you to a fine and/or imprisonment.

By: /S
Bennett Ellenbogen
Senior Counsel

Date: May 15, 2019

I am an officer of the Securities and Exchange Commission authorized to issue subpoenas in this matter. The Securities and Exchange Commission has issued a formal order authorizing this investigation under Section 20(a) of the Securities Act of 1933 and Section 21(a) of the Securities Exchange Act.

NOTICE TO WITNESS: If you claim a witness fee or mileage, submit this subpoena with the claim voucher.

Ellenbogen, Bennett

From: UPS Quantum View <pkginfo@ups.com>
Sent: Thursday, May 16, 2019 9:32 AM
To: Best, Bianca (Contractor) <BestB@SEC.GOV>
Subject: UPS Delivery Notification, Tracking Number 1Z88R5V40197215931



Your package has been delivered.

Delivery Date: Thursday, 05/16/2019
Delivery Time: 09:22 AM

At the request of SEC NEW YORK REGION this notice alerts you that the status of the shipment listed below has changed.

Shipment Detail

Tracking Number:	<u>1Z88R5V40197215931</u>
Ship To:	James O'Brien Hanamirian Law Firm 40 E MAIN ST MOORESTOWN, NJ 08057 US
UPS Service:	UPS NEXT DAY AIR
Number of Packages:	1
Weight:	2.0 LBS
Delivery Location:	FRONT DESK HANAMIRIAN





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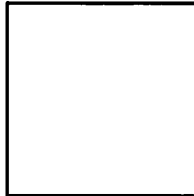
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CERTIFICATE OF SERVICE

I hereby certify that, on May 15, 2019, I caused to be served the Subpoena to James O'Brien for documents and testimony by email and UPS:

Mr. James O'Brien
c/o John Hanamirian, Esq.
Hanamirian law Firm
40 Main Sttreet
Moorestown, NJ 08057
jmh@hanamirian.com
Attorney for James O'Brien

Dated: May 16, 2019
New York, New York

/S

Bennett Ellenbogen